

Goodreid Investment Counsel Corp

Form ADV, Part II Disclosure Brochure

This brochure services as a replacement to Part II of Form ADV Uniform Application for Investment Adviser Registration, which gives information about an investment adviser and its business for the use of clients and prospective clients. This information has not been approved or verified by any government authority. Registration of an investment adviser does not imply that the adviser possesses a certain level of skill or training.

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1. Advisory Services and Fees

Goodreid Investment Counsel is a private, employee-owned investment management firm that focuses primarily on the needs of institutions, and high net worth investors. We offer a managed portfolio approach enabling us to provide investment solutions for our individual clients as well as pensions, estates, trusts, corporations, charitable and endowment funds and registered savings plans. With over 50 years of combined industry experience, our two portfolio managers employ a consistent disciplined investment process to ensure that an individual's portfolio is made up of quality debt offerings and some of the world's best companies. Asset allocation is personalized for each individual client which ensures the appropriate balance between capital appreciation and preservation. In addition our management expertise allows us to offer attractive and competitive opportunities to the institutional market.

Goodreid charges a management fee based on a percentage of assets under management. The percentage of assets charged per year (annum) for retail investors is listed in the following table by asset level:

1.25% on 1st \$2 Million

1.00% on next \$3 Million

Negotiable over \$5 Million

Goodreid charges the above management fee at the end of each quarter. As the management fees are charged in arrears, Goodreid does not offer refunds as services have already been performed. Goodreid arranges with their broker-dealer/custodian to have its management fee automatically deducted from the Client's brokerage account. In this case, the Client's broker-dealer/custodian will send statements, at least quarterly, to the Client that will reflect the advisory fee paid to Goodreid.

2. Types of Clients

Goodreid manages portfolios and provides investment advice for high net worth clients, pensions, estates, trusts, corporations, charitable and endowment funds, registered savings plans and institutions.

3. Types of Investments

Typical investments include common stocks issued by domestic and foreign companies, bonds issued by Governments and domestic companies and preferred shares issued by domestic companies.

4. Methods of Analysis, Source of Information and Investment Strategies

Goodreid utilizes major third party databases as a starting point for individual stock selection. This database screens a universe of approximately 12,000 stocks, which represent more than 90% of the world's market capitalization, and selects the top stocks which have shown the ability to improve on their own history, rank highly against their industry peers and compare well against the universe of stocks.

Goodreid applies a multi-screen approach when analyzing prospective companies. The first stage of this approach involves examining the financial strength and growth potential of the company, as well as determining if it will meet the liquidity requirement set forth by the selection criteria. The select companies that meet the above-noted criteria are then further investigated. In the second stage of this research process, we utilize public information and opinion, listen to conference calls, etc to gain a better understanding of the company.

The decision to buy select companies will then depend on their competitive position, positive long term revenue growth and earnings consistency. Conversely, sell decisions are determined in one of three ways: a fundamental weakness within the company; a price exhaustion of the share value; and rebalancing within the model portfolio.

Throughout the established stages of stock selection, these essential guidelines are adhered to in a disciplined manner.

5. Education and Business Background

Gordon Reid, President and CEO of Goodreid Investment Counsel Corp., entered the financial services business in 1985 and co-founded Goodreid Investment Strategy, one of Canada's first fully discretionary "high net worth" wrap accounts. Prior to embarking on his career in money management, Mr. Reid was Manager, Corporate Finance for a large multi-national company, formulating policy on debt management, financial risk,

and working capital management. Mr. Reid has been a registered Portfolio Manager with the Ontario Securities Commission since 1989 and graduated from McGill University B.A. 1975.

Tony Brebner, Chairman of Goodreid Investment Counsel Corp., began his career in the financial services business in 1969 and was a founder, portfolio manager and senior officer (President & CEO) of Laketon Investment Counsel for 25 years. Mr. Brebner was an advisor to the Ontario Ministries of Industry & Trade and Finance. He was a founding director of The Idea Corp., Chairman of P.C. Ontario Fund, Chairman of Laketon Investment Management and is a director of a number of private Canadian companies. Mr. Brebner is a Chartered Financial Analyst, graduated from Queen's University BA 1966, and the University of Western Ontario's Richard Ivey School of Business MBA 1968.

Mary Brebner is Director, Business Development of Goodreid Investment Counsel Corp. For 20 years, Ms. Brebner was a senior investor relations professional, initiating and managing an investor relations strategy for a major Canadian bank, an investor relations consultant, and founding president (1990) of the Canadian Investor Relations Institute. Ms. Brebner graduated from McGill University BA 1968, from York University's Schulich School of Business MBA 1980, and received Fellow Institute of Canadian Banks designation in 1983.

6. Conditions for Managing Accounts

Goodreid generally requires a minimum of \$500,000.00 to open an advisory account. It believes this is the minimum amount required to successfully execute its investment strategies for an individual portfolio. However, smaller amounts may be accepted at the discretion of management.

7. Reports to Clients

Goodreid's custodians provide clients with confirmations of trades after completion of any portfolio transaction for which the firm has placed an order. The confirmations detail the principal amount, any commissions and fees associated with the transaction. In addition, the Firm arranges for each client and/or client representative to receive monthly account statements showing the activity in each of the clients accounts and the market value of each security in the accounts.

Goodreid provides quarterly performance reports to all clients which disclose their current performance relative to their asset benchmark.

8. Custody

Clients will engage an independent custodian to maintain their accounts and so Goodreid will not have physical custody of Clients' assets, monies or securities.